

# **Bylaws for the Fisher's Landing East Neighborhood Association**

## **Adopted February 2013**

### Article 1: Name

Fisher's Landing East Neighborhood Association (FLENA)

### Article 2: Boundaries

FLENA boundaries shall be defined as the center line of SE 15<sup>th</sup> Street on the north, to the center line of SE 164<sup>th</sup> Avenue to the west, to the center line of SE 34<sup>th</sup> Street to the south and to the center line of SE 192<sup>nd</sup> Avenue to the east with the exception of the area within the Northfield Neighborhood Association (defined as SE 15<sup>th</sup> Street to the north, SE 20<sup>th</sup> Street to the south, SE 176<sup>th</sup> Avenue to the east except for area cut off by SE 16<sup>th</sup> Circle and SE 170<sup>th</sup> Avenue between SE 18<sup>th</sup> Street and SE 19<sup>th</sup> Street).

### Article 3: Purpose

FLENA is a permanent organization to promote, preserve and protect the quality of life within the boundaries of the neighborhood and the community in general. FLENA will represent this neighborhood to the City of Vancouver on general neighborhood issues. FLENA will not enforce current codes, covenants and restrictions in force within the neighborhood association boundaries.

### Article 4: Membership

Membership in FLENA is open to all residents, homeowners and business and/or non-profit organizations within the neighborhood boundaries.

At any time in the public's eye, any member of FLENA will act as a representative of FLENA only if directed by the Association and will state clearly, in advance, whether an opinion or statement is his/her own or represents FLENA.

To be a voting member, resident must be 18 years of age or older. Each business or non-profit organization within the boundaries of the Neighborhood Association may designate one (1) person to be a voting member and that person must be 18 years or older. [Note: Developers and/or owners of unimproved land/lots held for resale and/or development within the Neighborhood Association boundaries are considered a business and therefore only eligible for one vote regardless of the amount of lots owned.] Voting must be done in person and may be performed by voice, show of hands or secret ballot as decided by the voting members present at the meeting in advance of voting.

### Article 5: Definition of Year

The fiscal and operational year for FLENA shall be defined as January 1<sup>st</sup> through December 31<sup>st</sup>.

#### Article 6: Executive Board

FLENA Executive Board shall consist of not more than nine (9) or fewer than three (3) members. Officers on the FLENA Executive Board shall be a Chairperson, Vice Chairperson, Secretary, Treasurer and Members-at-Large. Offices of Secretary and Treasurer may be combined if a small board exists. Elected officers' term shall be one (1) year: January 1<sup>st</sup> through December 31<sup>st</sup>. An officer's term shall be extended when necessary if the annual voting meeting does not occur before the end of the year. Executive Board members are expected to attend all Executive Board and General Meetings. Absences must be "excused" prior to the meeting date. "Excused" is defined as a written request sent to the Chairperson except in the case of an emergency. No compensation shall be paid to the board members for their services.

Neighborhood Association members are elected to serve on the Executive Board to represent the Association general membership. Executive Board shall be comprised of Neighborhood residents and homeowners. Should a Neighborhood business or non-profit organization wish to serve on the Executive Board, they cannot comprise more than twenty percent (20%) of the Board membership. Developers and/or owners of unimproved land/lots within the Neighborhood Association boundaries may not serve on the Executive Board.

A board member who has two (2) unexcused meeting absences shall be considered "inactive." Inactive board members shall be removed from the board. Board vacancies may or may not be filled at the discretion of the active Executive Board members. Vacancies not filled by the Board during the vacancy year shall be filled during the next year's Executive Board elections.

Duties of the Executive Board members shall include, but are not limited to the following:

- a) Chairperson acts as the primary meeting coordinator and presides over all executive and general meetings.
- b) Vice Chairperson assists all duties and performs the function of chairperson in that person's absence.
- c) Secretary keeps minutes of all Association General Meetings, prepares correspondence for the Association and maintains Association documentation.
- d) Treasurer maintains financial records for the Association.
- e) Members-at-Large serve as voting members of the Executive Board.

Executive Board Officers shall be elected annually from within the Executive Board members and those newly elected officers shall assume their duties starting January 1st. Elections to fill vacant Officer positions shall be held at the next Executive Board Meeting whenever such vacancy occurs. For any Board Officer election that results in a tie vote, another vote will be taken immediately. If there is another tie vote, then the election will be decided by the flip of a coin.

The Executive Board shall meet at least twice a year and as often as necessary. Meetings are open to any association member; however, only Board Members shall have voting privileges at the Executive Board meetings. Quorum for an Executive Board Meeting shall consist of at least fifty percent (50%) of the Board Members. Neither proxies nor absentee ballots are considered valid for Executive Board voting.

#### Article 7: Committees

Special Committees to address specific issues or activities may be appointed by the Chairperson as necessary. All committees shall have a Chairperson. Committee Chairpersons shall attend Executive Board Meetings during the duration of the Special Committee's existence. Committee Chairpersons are not voting members of the Executive Board.

#### Article 8: General Membership Meetings

A general membership meeting shall be held no less than once each year; preferably late in the calendar year to perform Executive Board Member elections in preparation for the upcoming year (Board Members one year term starts January 1<sup>st</sup> and ends December 31<sup>st</sup>). Public notice, including an agenda of discussion topics and Association voting issues, shall be provided at least ten (10) days before any general meeting. Any request for a discussion topic or vote at a general membership meeting must be received in writing to the Executive Board Chairperson not less than sixty (60) days prior to the general meeting to allow time for agenda preparation and distribution to the general membership. Members will be asked to sign an attendance roster at every general meeting and that roster will be retained as a neighborhood document by the Executive Board Secretary. A quorum for general membership meetings shall consist of at least fifty-percent (50%) of the Executive Board members and no less than ten (10) general membership voters. All decisions must be reached by majority vote.

#### Article 9: Bylaw Amendments

These Bylaws may be amended at any general meeting by a majority vote when a quorum exists. The proposed Bylaw changes and/or amendments must be submitted in writing to the Executive Board Chairperson no less than sixty (60) days prior to the general meeting and must be listed as part of the meeting's published agenda.

#### Article 10: Newsletter

Newsletter contents will be reviewed and approved by the Executive Board before publication.

#### Article 11: Dissolution of Association

FLENA may dissolve itself by taking a vote in the same fashion as any issue is decided. Any remaining FLENA funds will be donated to the City of Vancouver Office of Neighborhoods after Association debts are paid.

#### Article 12: Funding

No dues will be required of members. Voluntary contributions, contracts, grants, or fund-raising activities may be used by FLENA as desired. Customary basic operating expenditures will require approval by the majority of the Executive Board.

Approved by majority vote at General Membership Meeting on February 28, 2013.

Signatures of Board Officers on next page:

Board of Directors:

Chair:

Debra Hentz  
Signature

DEBRA HENTZ  
Printed Name

3-24-13  
Date

Vice Chair:

Jackie Rubinelli  
Signature

Jackie Rubinelli  
Printed Name

3.24.13  
Date

Secretary:

Mary Ann Dove  
Signature

Mary Ann Dove  
Printed Name

3-24-13  
Date

Treasurer :

JE Klen  
Signature

Jennifer Klubnik  
Printed Name

3.24.13  
Date